

DOCKET NO.: 26796.2

**DECLARATION AND POWER OF ATTORNEY FOR
PATENT APPLICATION**

As below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name;

I believe I am the original, first and sole joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled

**CENTRALIZED AUTHORIZATION AND FRAUD-PREVENTION
SYSTEM FOR NETWORK-BASED TRANSACTIONS**

the specification of which: (check one)

X is attached hereto.

was filed on _____
under Attorney's Docket Number 26796.2 _____
as Application Serial No. _____
and was amended on _____ (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the patentability of this application in accordance with 37 CFR 1.56.

I hereby claim the benefit under Title 35, United States Code, §119(e) of any United States provisional application(s) listed below:

Application No.

Filing Date

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 USC 1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

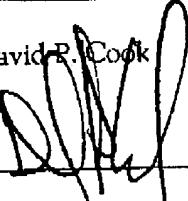
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POWER OF ATTORNEY: As a named inventor, I hereby appoint the following attorneys and/or agents to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

Jeffrey M. Becker	Reg. No. 35,442	Mark D. Kirkland	Reg. No. 40,048
James R. Bell	Reg. No. 26,528	Michael Balconi-Lamica	Reg. No. 34,291
Michael S. Bush	Reg. No. 31,745	Todd Mattingly	Reg. No. 40,298
Roger S. Borovoy	Reg. No. 20,193	David L. McCombs	Reg. No. 32,271
Randall E. Colson	Reg. No. 40,566	David M. O'Dell	Reg. No. 42,044
Michael A. Davis, Jr.	Reg. No. 35,488	Phillip B. Philbin	Reg. No. 35,979
Ruben C. DeLeon	Reg. No. 37,812	Brandi W. Sarfatis	Reg. No. 37,713
Timothy Headley	Reg. No. 31,765	David O. Simmons	Reg. No. 43,124
Rita M. Irani	Reg. No. 31,028		
Warren B. Kicc	Reg. No. 22,732		

Send correspondence to David M. O'Dell, Haynes and Boone, LLP, Suite 3100, 901 Main Street, Dallas, Texas 75202-3789 and direct all telephone calls to David M. O'Dell at 214/651-5262.

FULL NAME OF INVENTOR: David P. Cook

INVENTOR'S SIGNATURE: 

DATED: 10-27-99

RESIDENCE: 15 Downs Lake Circle, Dallas, TX 75230

CITIZENSHIP: United States of America

POST OFFICE ADDRESS: 15 Downs Lake Circle, Dallas, TX 75230

d-705622.1

APPLICANT: David P. Cook

Serial No.: _____

Attorney's Docket No.: 26796.2Filed: October 27, 1999For: CENTRALIZED AUTHORIZATION AND FRAUD-PREVENTION SYSTEM FOR NETWORK-BASED TRANSACTIONS**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY STATUS
(37 C.F.R. § 1.9(f) and 1.27(e)) - SMALL BUSINESS CONCERN**

I hereby declare that I am:

the owner of the small business concern identified below:
 an official of the small business concern empowered to act on behalf of the concern identified below:

NAME OF CONCERN Zixit CorporationADDRESS OF CONCERN 13355 Noel Rd., Suite 1555, Dallas, TX 75240

I hereby declare that the above identified small business concern qualifies as a small business concern as defined in 13 C.F.R. § 121.3-18, and reproduced in 37 C.F.R. § 1.9(d), for purposes of paying reduced fees under Section 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is in the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention entitled CENTRALIZED AUTHORIZATION AND FRAUD-PREVENTION SYSTEM FOR NETWORK-BASED TRANSACTIONS described in:

the specification filed herewith.
 application serial no. _____, filed _____
 patent no. _____, issued _____

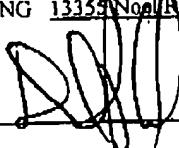
I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 C.F.R. § 1.28(b))

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

NAME OF PERSON SIGNING David P. Cook

President

TITLE OF PERSON IF OTHER THAN OWNER _____

ADDRESS OF PERSON SIGNING 13355 Noel Rd., Suite 1555, Dallas, TX 75240SIGNATURE: DATE: 10-27-99

4-705606.1